

7/30/10 9:12:51  
DK T BK 3,193 PG 613  
DESOTO COUNTY, MS  
W.E. DAVIS, CH CLERK

*mlr*  
7/30/10 9:13:16  
DK P BK 139 PG 116  
DESOTO COUNTY, MS  
W.E. DAVIS, CH CLERK

Assignment of Deed of Trust,  
Assignment of Leases, Rents,  
and Contracts, Security  
Agreement and Fixture Filing

Assignor: Allstate Life Insurance Company  
Allstate Life Insurance Company of New York  
American Heritage Life Insurance Company  
Allstate Insurance Company

Assignee: Prologis

This document prepared by:  
Paul Kierig, Esq.  
Allstate Insurance Company  
3075 Sanders Road, Suite G5A  
Northbrook, IL 60062

770-623-3133

Zonia N. Veal *Return to*

*2d* First National Financial Title Service, Inc.  
3237 Satellite Blvd., Suite 450, Bldg 300  
Duluth, GA 30096 H4492-H

**ASSIGNMENT OF DEED OF TRUST AND SECURITY AGREEMENT**

KNOW ALL MEN BY THESE PRESENTS, that ALLSTATE LIFE INSURANCE COMPANY, an Illinois insurance company, ALLSTATE LIFE INSURANCE COMPANY OF NEW YORK, a New York insurance company, AMERICAN HERITAGE LIFE INSURANCE COMPANY, a Florida insurance company, and ALLSTATE INSURANCE COMPANY, an Illinois insurance company (collectively, "ASSIGNOR"), having an address of 3075 Sanders Road, Northbrook, Illinois 60062, in consideration of the sum of One Dollar (\$1.00) and other valuable consideration, receipt of which is hereby acknowledged, hereby absolutely grants, assigns, conveys and transfer to PROLOGIS, a Maryland real estate investment trust, having an address of 4545 Airport Way, Denver, Colorado 80239, its successors and assigns ("ASSIGNEE"), all interest in that certain Deed of Trust, Assignment of Leases, Rents, and Contracts, Security Agreement and Fixture Filing ("Mortgage") dated April 21, 2010 and recorded April 30, 2010 in Book 3160, Page 309 in the Recorder's Office of Desoto County, Mississippi, to Jason Laslee, Esq. as Trustee in favor of ASSIGNOR encumbering certain improved real estate known as 11624 Distribution Cove, Olive Branch, Desoto County, Mississippi ("Property"), as more particularly described in Exhibit A to the Mortgage; and Assignment of Leases and Rents dated April 21, 2010, made by PROLOGIS NA2 MS INVESTMENT TRUST to ASSIGNOR with respect to the Property recorded April 30, 2010 in Book 137, Page 295 in the Recorder's Office of Desoto County, Mississippi.

Together with the note therein described or referred to, the money due or to become due thereon with interest, and all rights accrued or to accrue under said Mortgage and Security Agreement.

This Assignment is made without representation or warranty by, or recourse to ASSIGNOR.

IN WITNESS WHEREOF, the undersigned has hereunto caused this instrument to be duly executed by its officers this 23rd day of July, 2010.

ALLSTATE LIFE INSURANCE COMPANY

By: [Signature]

By: [Signature]

Its Authorized Signatories



ALLSTATE LIFE INSURANCE COMPANY OF  
NEW YORK

By: [Signature]

By: [Signature]

Its Authorized Signatories



AMERICAN HERITAGE LIFE INSURANCE  
COMPANY

By: [Signature]

By: [Signature]

Its Authorized Signatories



ALLSTATE INSURANCE COMPANY

By: [Signature]

By: [Signature]

Its Authorized Signatories

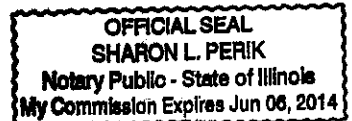


DK P BK 139 PG 118

STATE OF ILLINOIS )  
 ) SS.  
COUNTY OF COOK )

The undersigned, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that P. SEAN GIBLIN and MARK A. BISHOP, Authorized Signatories of ALLSTATE LIFE INSURANCE COMPANY, an Illinois insurance company, personally known to me to be the same persons who executed the within instrument, appeared before me this 23rd day of July, 2010, in person, and acknowledged that they executed the within instrument as their free and voluntary act, for the uses and purposes therein set forth.

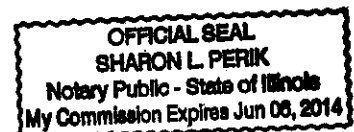
Sharm D. Perid  
NOTARY PUBLIC  
Commission Expires: 6/6/2014



STATE OF ILLINOIS )  
 )SS  
COUNTY OF COOK )

The undersigned, a Notary in and for said County, in the State aforesaid, DO HEREBY CERTIFY that P. SEAN GIBLIN and MARK A. BISHOP, Authorized Signatories of ALLSTATE LIFE INSURANCE COMPANY OF NEW YORK, a New York insurance company, personally known to me to be the same persons who executed the within instrument, appeared before me this 23<sup>rd</sup> day of July, 2010, in person, and acknowledged that they executed the within instrument as their free and voluntary act, for the uses and purposes therein set forth.

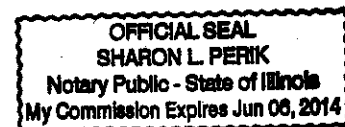
*Sharon J. Perid*  
NOTARY PUBLIC  
Commission Expires: 6/6/2014



STATE OF ILLINOIS )  
 ) SS.  
COUNTY OF COOK )

The undersigned, a Notary in and for said County, in the State aforesaid, DO  
HEREBY CERTIFY that P. SEAN GIBLIN and MARK A. BISHOP, Authorized  
Signatories of AMERICAN HERITAGE LIFE INSURANCE COMPANY, a Florida  
insurance company, personally known to me to be the same persons who executed the  
within instrument, appeared before me this 23<sup>rd</sup> day of July, 2010, in person, and  
acknowledged that they executed the within instrument as their free and voluntary act, for  
the uses and purposes therein set forth.

h. Sharm & Pord  
NOTARY PUBLIC  
Commission Expires: 6/6/2014



STATE OF ILLINOIS )  
                                   ) SS.  
 COUNTY OF COOK )

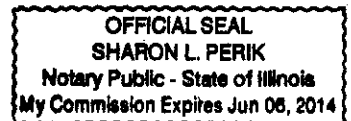
DK P BK 139 PG 119

The undersigned, a Notary in and for said County, in the State aforesaid, DO  
 HEREBY CERTIFY that P. SEAN GIBLIN and MARK A. BISHOP, Authorized  
 Signatories of ALLSTATE INSURANCE COMPANY, an Illinois insurance company,  
 personally known to me to be the same persons who executed the within instrument,  
 appeared before me this 23<sup>rd</sup> day of July, 2010, in person, and acknowledged  
 that they executed the within instrument as their free and voluntary act, for the uses and  
 purposes therein set forth.

  
 NOTARY PUBLIC

Commission Expires: 6/6/2014

THIS DOCUMENT WAS PREPARED BY:  
 Paul Kierig, Esq.  
 Allstate Insurance Company  
 3075 Sanders Road, Suite G5A  
 Northbrook, IL 60062



~~AFTER RECORDING, PLEASE FORWARD TO:~~

~~PROLOGIS  
 4545 Airport Way  
 Denver, CO 80239~~

**LEGAL DESCRIPTION**  
**EXHIBIT "A"**

Lot 4A and 4B, First Revision, to Olive Branch Distribution Center, Phase I, Section 13 and 24, Township 1, South, Range 6 West, City of Olive Branch, DeSoto County, Mississippi, as shown by plat appearing of record in Plat Book 88, Page 23 in the Office of the Chancery Clerk, DeSoto County, Mississippi, a Re—Subdivision of Lot 4 per Plat book 74, Pages 42—43.